

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
LOS ANGELES
CHICAGO
HOUSTON

NEW YORK
STAMFORD
PARSIPPANY

AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928018

030608 JOANN Committee
0001 Case Administration

Account Summary And Remittance Form

| | |
|----------------------------------|------------|
| Legal Services: | \$5,743.50 |
| Disbursements and Other Charges: | \$2,976.68 |

Total Amount Due: **\$8,720.18**

Terms: Payment Due on or Before May 14, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP

P.O. BOX 24652

NEW YORK, NY 10087-4652

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

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New York, NY 10007

April 14, 2025
Invoice No. 2928018

Client 030608

Matter 0001 Case Administration

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/03/25 | Emails with L. Blumenthal (KDW) and J. O'Neill (PS) regarding OCP, interim compensation. | ERW | 0.20 | \$256.00 |
| 03/03/25 | Revise task list. | MJM | 0.30 | 313.50 |
| 03/04/25 | Further revise task list. | MJM | 0.30 | 313.50 |
| 03/04/25 | Review latest task list and various workstreams. | CC | 0.20 | 157.00 |
| 03/06/25 | Emails with C. Choe and M. McLoughlin (both KDW) regarding next steps, claims reconciliation and cancellation of hearing. | ERW | 0.20 | 256.00 |
| 03/10/25 | Revise task list (.3); correspondence with A. Barajas and C. Choe (both KDW) regarding status of current projects (.2). | MJM | 0.50 | 522.50 |
| 03/10/25 | Emails to M. McLoughlin and J. Adams (both KDW) regarding open items, status call (.2); outline open items for call (.2). | ERW | 0.40 | 512.00 |
| 03/11/25 | Review latest task list for action items and updates on workstreams (.2); update task list (.1). | CC | 0.30 | 235.50 |
| 03/11/25 | Prepare for (.2) and participate in call with J. | MJM | 0.80 | 836.00 |

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JOANN Committee
Client 030608
Matter 0001
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/11/25 | Adams and E. Wilson (both KDW) to discuss overall next steps and task list (.6). Review updated task list in preparation for internal update call (.1); call with E. Wilson and M. McLoughlin (both KDW) regarding current workstreams and immediate tasks for UCC update call, plan, claims process and next steps (.6). | JRA | 0.70 | 805.00 |
| 03/11/25 | Review task list preparatory to today's internal team call (.2); participate in today's team call with J. Adams and M. McLoughlin (both KDW) (.6). | ERW | 0.80 | 1024.00 |
| 03/17/25 | Call with J. Adams (KDW) to discuss open case matters, next steps. | MJM | 0.20 | 209.00 |
| 03/17/25 | General case update call with M. McLoughlin (KDW) on status and current projects. | JRA | 0.20 | 230.00 |
| 03/24/25 | Update team calendar. | JC | 0.10 | 73.50 |

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Client 030608
Matter 0001
April 14, 2025
Page 3

Total Services for this Matter: 5,743.50

Other Charges:

| | |
|--------------------------------------|------------|
| Long Distance Travel | \$905.00 |
| Transcriptions | 550.00 |
| Cab Service | 189.26 |
| Lodging | 416.90 |
| Westlaw Research | 915.52 |
| Total Other Charges for this Matter: | 2,976.68 |
| Total this Invoice | \$8,720.18 |

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Matter 0001
April 14, 2025
Page 4

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| CC | Choe, Connie | 0.50 | 785.00 | \$392.50 |
| ERW | Wilson, Eric | 1.60 | 1,280.00 | 2,048.00 |
| JC | Churchill, John | 0.10 | 735.00 | 73.50 |
| JRA | Adams, Jason | 0.90 | 1,150.00 | 1,035.00 |
| MJM | McLoughlin, Maeghan J | 2.10 | 1,045.00 | 2,194.50 |

PAYMENT BY CHECK:

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ATTN: TREASURER'S DEPARTMENT
3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
(212) 808-7800

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Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928019

030608 JOANN Committee
0002 Pleadings Review

Account Summary And Remittance Form

| | |
|----------------------------------|------------|
| Legal Services: | \$2,922.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$2,922.50**

Terms: Payment Due on or Before May 14, 2025

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ACCOUNT #:135-046110

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April 14, 2025
Invoice No. 2928019

Client 030608

Matter 0002 Pleadings Review

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Review Kump (.2), Irvine (.2) and Nowak (.2) motions to lift the stay; emails with L. Blumenthal (KE) regarding same (.1). | MJM | 0.70 | \$731.50 |
| 03/03/25 | Review motion to lift stay filed against insurance proceeds. | CC | 0.20 | 157.00 |
| 03/03/25 | Review Nowak motion to lift stay (.4); further analyze Irvine stay motion for claims against the estate (.2). | JC | 0.60 | 441.00 |
| 03/03/25 | Correspondence with M. McLoughlin and J. Churchill (both KDW) regarding Novak stay relief motion and how to address generally across other similar motions. | JRA | 0.20 | 230.00 |
| 03/07/25 | Review monthly operating reports and notices on the docket for case updates. | CC | 0.20 | 157.00 |
| 03/21/25 | Review pleadings update report from J. Churchill (KDW) on JLL motion to compel (.1); brief review of same (.1) and correspondence with team on further analysis and Kirkland follow up (.1). | JRA | 0.30 | 345.00 |
| 03/21/25 | Review of JLL motion to compel. | JC | 0.40 | 294.00 |

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Client 030608
Matter 0002
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|---|-------------|--------------|---------------|
| 03/21/25 | Review J. Churchill (KDW) summary of recently filed pleadings (.1); emails with J. Adams (KDW) regarding Kirkland follow up (.1). | MJM | 0.20 | 209.00 |
| 03/21/25 | Review J. Churchill (KDW) summary of recently filed pleadings. | ERW | 0.10 | 128.00 |
| 03/26/25 | Review filed rejection notices and correspondence with M. McLoughlin (KDW) on analysis and circulation to UCC (.1); follow up correspondence on reason for withdrawal and re-filing (.1). | JRA | 0.20 | 230.00 |
| Total Services for this Matter: | | | | 2,922.50 |
| Total this Invoice | | | | \$2,922.50 |

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Client 030608
Matter 0002
April 14, 2025
Page 3

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| CC | Choe, Connie | 0.40 | 785.00 | \$314.00 |
| ERW | Wilson, Eric | 0.10 | 1,280.00 | 128.00 |
| JC | Churchill, John | 1.00 | 735.00 | 735.00 |
| JRA | Adams, Jason | 0.70 | 1,150.00 | 805.00 |
| MJM | McLoughlin, Maeghan J | 0.90 | 1,045.00 | 940.50 |

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JOANN Committee
Attn: Eric Wilson
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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928020

030608 JOANN Committee
0003 Retention Matters

Account Summary And Remittance Form

| | |
|----------------------------------|------------|
| Legal Services: | \$6,449.00 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$6,449.00**

Terms: Payment Due on or Before May 14, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee

Attn: Eric Wilson

c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928020

Client 030608

Matter 0003 Retention Matters

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Review filed KDW, Pachulski, and Province retention applications (.2) and motion to seal (.2); review Deloitte retention application (.2); emails with J. Raphael (KE) regarding OCP revised order (.1); review updated order and historical spend on OCPs (.3). | MJM | 1.00 | \$1045.00 |
| 03/14/25 | Review M. Bates (UST) comments to KDW retention application (.1); compare to application and order (.2); respond to M. Bates (UST) (.1). | MJM | 0.40 | 418.00 |
| 03/17/25 | Review Kirkland supplemental declaration on retention (.1); follow up internally on same and additional searches (.1); follow up on UST inquiry on retention with respect to Province (.1); finalize retention orders and COCs/CNOs for filing with team (.2). | JRA | 0.50 | 575.00 |
| 03/17/25 | Revise retention application proposed order based on UST comments (.5); review K&E supplemental retention declaration (.2); review CoC for retention application (.2); emails with | JC | 1.20 | 882.00 |

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Client 030608
Matter 0003
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| | A. Bates (PSZJ) regarding CoC (.2); emails with M. McLoughlin (KDW) regarding filing of CoC (.1). | | | |
| 03/17/25 | Review Yenamandra supplemental declaration and additional conflict parties (.3); emails with J. Adams and J. Churchill (both KDW) regarding same (.2); finalize KDW retention order (.2) and related CNOs/COCs (.2). | MJM | 0.90 | 940.50 |
| 03/18/25 | Email from J. Churchill (KDW) regarding retention order. | ERW | 0.10 | 128.00 |
| 03/19/25 | Emails with Province team regarding retention order (.1); review PSZJ supplemental declaration (.2); review UST objection to Deloitte retention application (.3). | JC | 0.60 | 441.00 |
| 03/19/25 | Review KDW entered retention order (.1); review UST objection to Deloitte retention (.2) and Deloitte retention application (.2). | MJM | 0.50 | 522.50 |
| 03/19/25 | Review update from J. Churchill (KDW) on entered retention order and instructions to ensure forwarding to committee's other professionals (.1); review UST objection to Deloitte tax retention (.2) and assess potential impact (.1). | JRA | 0.40 | 460.00 |
| 03/21/25 | Review of 2x ordinary course professional declarations. | JC | 0.20 | 147.00 |
| 03/21/25 | Review Jones Day OCP application and declaration. | MJM | 0.20 | 209.00 |

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JOANN Committee
Client 030608
Matter 0003
April 14, 2025
Page 3

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|--|-------------|--------------|---------------|
| 03/24/25 | Review of 3x ordinary course professional declarations. | JC | 0.30 | 220.50 |
| 03/24/25 | Review Frejka (.1), Ogletree (.1), and Adams and Reese (.1) declarations of disinterestedness. | MJM | 0.30 | 313.50 |
| 03/25/25 | Review of ordinary course professional declarations. | JC | 0.10 | 73.50 |
| 03/26/25 | Review of ordinary course professional declarations. | JC | 0.10 | 73.50 |
| Total Services for this Matter: | | | | 6,449.00 |
| Total this Invoice | | | | \$6,449.00 |

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Client 030608
Matter 0003
April 14, 2025
Page 4

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| ERW | Wilson, Eric | 0.10 | 1,280.00 | \$128.00 |
| JC | Churchill, John | 2.50 | 735.00 | 1,837.50 |
| JRA | Adams, Jason | 0.90 | 1,150.00 | 1,035.00 |
| MJM | McLoughlin, Maeghan J | 3.30 | 1,045.00 | 3,448.50 |

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JOANN Committee
Attn: Eric Wilson
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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928023

030608 JOANN Committee
0004 Fee Matters

Account Summary And Remittance Form

| | |
|----------------------------------|-------------|
| Legal Services: | \$14,583.00 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: \$14,583.00

Terms: Payment Due on or Before May 14, 2025

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BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

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ACCOUNT #:135-046110

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JOANN Committee

Attn: Eric Wilson

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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928023

Client 030608

Matter 0004 Fee Matters

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Emails with J. O'Neill (PS) regarding status of interim compensation motion and comments to same. | MJM | 0.20 | \$209.00 |
| 03/07/25 | Review interim compensation order for fee deadlines (.3); instruct T. Burns (KDW) on creating template for first monthly fee application (.2). | JC | 0.50 | 367.50 |
| 03/07/25 | Begin review of KDW prebills for February time in connection with preparation of first monthly fee statement. | JRA | 3.10 | 3565.00 |
| 03/08/25 | Continue review of KDW prebills for February time in connection with preparation of first monthly fee statement. | JRA | 1.80 | 2070.00 |
| 03/09/25 | Continue first round review of KDW prebills for February time in connection with preparation of first combined monthly fee statement. | JRA | 2.10 | 2415.00 |
| 03/19/25 | Continue review of KDW prebills for February time in connection with preparation of first combined monthly fee statement. | JRA | 2.20 | 2530.00 |

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Matter 0004
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|---|-------------|--------------|---------------|
| 03/20/25 | Continue round review of KDW prebills for February time in connection with preparation of combined first monthly fee statement. | JRA | 1.40 | 1610.00 |
| 03/25/25 | Review January invoices for redactions. | JC | 0.80 | 588.00 |
| 03/27/25 | Review interim compensation order for deadlines. | JC | 0.20 | 147.00 |
| 03/27/25 | Review interim compensation order (.2); emails with J. Churchill (KDW) regarding relevant deadlines (.1). | MJM | 0.30 | 313.50 |
| 03/31/25 | Review January and February prebills preparatory to monthly fee statement for reasonableness. | ERW | 0.60 | 768.00 |
| Total Services for this Matter: | | | | 14,583.00 |
| Total this Invoice | | | | \$14,583.00 |

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Page 3

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| ERW | Wilson, Eric | 0.60 | 1,280.00 | \$768.00 |
| JC | Churchill, John | 1.50 | 735.00 | 1,102.50 |
| JRA | Adams, Jason | 10.60 | 1,150.00 | 12,190.00 |
| MJM | McLoughlin, Maeghan J | 0.50 | 1,045.00 | 522.50 |

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April 14, 2025
Invoice No. 2928021

030608 JOANN Committee
0005 Financing

Account Summary And Remittance Form

| | |
|----------------------------------|------------|
| Legal Services: | \$2,889.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$2,889.50**

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Invoice No. 2928021

Client 030608

Matter 0005 Financing

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/05/25 | Emails with M. McLoughlin (KDW) and D. Laton (PA) regarding fee estimates. | ERW | 0.10 | \$128.00 |
| 03/05/25 | Coordinate weekly fee reporting (.3); follow up emails with M. Fitts (AM) and S. Kietlinkski (Province) (.2). | MJM | 0.50 | 522.50 |
| 03/06/25 | Review GDC and MNAT fees. | MJM | 0.20 | 209.00 |
| 03/12/25 | Coordinate fee reporting for prior week (.3); review Arent Fox and Morris James invoices (.2). | MJM | 0.50 | 522.50 |
| 03/12/25 | Brief review of WSFS counsel invoicing in accordance with cash collateral order. | JRA | 0.10 | 115.00 |
| 03/18/25 | Coordinate fee reporting for prior week. | MJM | 0.30 | 313.50 |
| 03/19/25 | Emails with M. Fitts (A&M) regarding fee estimates. | MJM | 0.10 | 104.50 |
| 03/20/25 | Review Glenn Agre (.1) and Centerview (.2) fee statements. | MJM | 0.30 | 313.50 |
| 03/21/25 | Review Glenn Agre March invoice in accordance with cash collateral order. | JRA | 0.10 | 115.00 |
| 03/21/25 | Review GA invoice. | ERW | 0.10 | 128.00 |
| 03/25/25 | Coordinate fee reporting for prior week. | MJM | 0.30 | 313.50 |

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

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MUMBAI, INDIAJOANN Committee
Client 030608
Matter 0005
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|--|-------------|--------------|---------------|
| 03/26/25 | Emails with M. Fitts (A&M) regarding weekly professional fees. | MJM | 0.10 | 104.50 |
| Total Services for this Matter: | | | | 2,889.50 |
| Total this Invoice | | | | \$2,889.50 |

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April 14, 2025
Page 3

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| ERW | Wilson, Eric | 0.20 | 1,280.00 | \$256.00 |
| JRA | Adams, Jason | 0.20 | 1,150.00 | 230.00 |
| MJM | McLoughlin, Maeghan J | 2.30 | 1,045.00 | 2,403.50 |

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP
ATTN: TREASURER'S DEPARTMENT
3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
(212) 808-7800

PAYMENT BY WIRE:

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JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928022

030608 JOANN Committee
0006 Asset Analysis and Disposition

Account Summary And Remittance Form

| | |
|----------------------------------|-------------|
| Legal Services: | \$12,349.00 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$12,349.00**

Terms: Payment Due on or Before May 14, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP

P.O. BOX 24652

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Attn: Eric Wilson

c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928022

Client 030608

Matter 0006 Asset Analysis and Disposition

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Emails with A. Lee (KDW) regarding tax indemnity. | ERW | 0.20 | \$256.00 |
| 03/03/25 | Telephone conference with A. Lee (KDW) regarding tax issues. | RG | 0.10 | 104.50 |
| 03/03/25 | Telephone conference with R. Gage (KDW) regarding key man policies (.1); correspondence to N. Warther (KE) regarding key man policies (.1). | AHL | 0.20 | 212.00 |
| 03/04/25 | Emails with S. Kietlinski (PA) regarding stub rent and post sale issues. | ERW | 0.20 | 256.00 |
| 03/11/25 | Correspondence with A. Lee (KDW) on status of tax exposure analysis on key man life insurance (.2); follow up correspondence with Kirkland on access to Deloitte analysis (.2). | JRA | 0.40 | 460.00 |
| 03/11/25 | Telephone conference with N. Warther (KE) regarding gain potentially triggered by disposition of key man insurance policies (.2); correspondence to J. Adams (KDW) regarding information sought from N. Warther (KE) (.1). | AHL | 0.30 | 318.00 |
| 03/11/25 | Emails with N. Warther (KE). J. Adams and A. | ERW | 0.20 | 256.00 |

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Client 030608
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April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/13/25 | Lee (both KDW) regarding key non insurance analysis and confidentiality. Analyze calculation of potential tax liabilities of debtor for January 31, 2026 tax year, including tax liabilities potentially triggered by disposition of key man insurance policies (.3); correspondence to E. Wilson, J. Adams, and R. Gage (all KDW) regarding tax potentially triggered by disposition of key man insurance policies (.2). | AHL | 0.50 | 530.00 |
| 03/13/25 | Review GA press release regarding GOB sales (.1); emails from M. McLoughlin and C. Choe (both KDW) regarding same (.1); emails from A. Lee (KDW) and N. Warther (KE) regarding Deloitte calculations and key man policy (.2). | ERW | 0.40 | 512.00 |
| 03/14/25 | Emails with A. Lee and J. Adams (both KDW) and N. Warther (KE) regarding key man policy, indemnity issues (.2); review supporting info on tax liability (.3). | ERW | 0.50 | 640.00 |
| 03/14/25 | Review correspondence from A. Lee (KDW) on potential tax exposure and analysis with respect to key man policy (.1); analyze supporting documents (.2); follow up correspondence on further diligence and call to discuss same (.1). | JRA | 0.40 | 460.00 |
| 03/14/25 | Review A. Lee (KDW) analysis of key man tax issues (.2) and supporting documents (.2); call | MJM | 1.00 | 1045.00 |

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April 14, 2025
Page 3

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/14/25 | with J. Adams, A. Lee, and R. Gage (all KDW) related to same and further analysis (.6). Review A. Lee (KDW) analysis on open tax issues (.2); review supporting documentation on same from Deloitte (.3); call with A. Lee, R. Gage and M. McLoughlin (all KDW) on same and next steps (.6). | JRA | 1.10 | 1265.00 |
| 03/14/25 | Further analyze estimates of debtor's federal income tax exposure for tax year ending January 31, 2026 (.4); conference with J. Adams, M. McLoughlin, and R. Gage (all KDW) regarding tax exposure estimate, including additional information needed to verify accuracy of estimate (.6); correspondence to N. Warther (KE) regarding additional information needed to verify accuracy of estimate (.2). | AHL | 1.20 | 1272.00 |
| 03/14/25 | Telephone conference with J. Adams, A. Lee, M. McLoughlin (all KDW) regarding tax analysis. | RG | 0.60 | 627.00 |
| 03/15/25 | Review of correspondence from N. Warther (KE), including spreadsheet supporting tax calculation. | AHL | 0.10 | 106.00 |
| 03/17/25 | Review Project Thread bid summary breakdown in connection with calculation of potential tax liability issues (.2); cross-reference Deloitte materials on key man | JRA | 0.70 | 805.00 |

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April 14, 2025
Page 4

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| | exposure (.1); follow up with A. Lee (KDW) on same (.1); call with M. McLoughlin and A. Lee (both KDW) on same, next steps (.3). | | | |
| 03/17/25 | Review bid summary and related correspondence (.2); call with J. Adams and A. Lee (both KDW) (.3). | MJM | 0.50 | 522.50 |
| 03/17/25 | Further analyze spreadsheet showing calculation of purchase price for assets (.1); conference with J. Adams (KDW) and M. McLoughlin (KDW) regarding calculation of purchase price (.3); correspondence with D. Krozek (Deloitte) regarding calculation of tax exposure (.1). | AHL | 0.50 | 530.00 |
| 03/20/25 | Analyze Deloitte calculation of potential tax exposure for January 31, 2026 tax year (.1); conference with D. Krozek (Deloitte), A. Vincenzo Sexton, N. Warther, L. Blumenthal (all KE), and E. Wilson and J. Adams (both KDW) regarding calculation of January 31, 2026 tax year tax exposure (.4); further review Deloitte calculation of tax exposure in light of information provided during conference (.1). | AHL | 0.60 | 636.00 |
| 03/20/25 | Conference call with J. Adams and A. Lee (both KDW), Kirkland and Deloitte regarding indemnity. | ERW | 0.40 | 512.00 |
| 03/28/25 | Email from CDS regarding RTV goods (.2); review case law regarding delivery date (.4); | ERW | 0.80 | 1024.00 |

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Client 030608
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April 14, 2025
Page 5

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| | emails with M. McLoughlin (KDW) regarding same (.2). | | | |
| | Total Services for this Matter: | | | 12,349.00 |
| | Total this Invoice | | | \$12,349.00 |

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Client 030608
Matter 0006
April 14, 2025
Page 6

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| AHL | Lee, Andrew | 3.40 | 1,060.00 | \$3,604.00 |
| ERW | Wilson, Eric | 2.70 | 1,280.00 | 3,456.00 |
| JRA | Adams, Jason | 2.60 | 1,150.00 | 2,990.00 |
| MJM | McLoughlin, Maeghan J | 1.50 | 1,045.00 | 1,567.50 |
| RG | Gage, Rich | 0.70 | 1,045.00 | 731.50 |

PAYMENT BY CHECK:

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ATTN: TREASURER'S DEPARTMENT
3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928024

030608 JOANN Committee
0007 Executory Contracts and Leases

Account Summary And Remittance Form

| | |
|----------------------------------|-------------|
| Legal Services: | \$16,707.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$16,707.50**

Terms: Payment Due on or Before May 14, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

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JOANN Committee

Attn: Eric Wilson

c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928024

Client 030608

Matter 0007 Executory Contracts and Leases

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/05/25 | Review A&G marketing materials (.2); emails with R. LeHane (KDW) and M. Matlat (AG) regarding same (.2). | ERW | 0.40 | \$512.00 |
| 03/05/25 | Emails and calls with creditors, R. Green (Aston) (.2), J. Bowden (Brookfield) (.2), and I.Gold (Allen Matkins) (.2) regarding lease designation rights procedures. | RLL | 0.60 | 717.00 |
| 03/05/25 | Communications with landlord constituency and creditors regarding status of lease procedures, auction and GOB sales (.4); emails with debtors' counsel regarding status of same (.2); communications with M. McLoughlin (KDW) regarding same (.2). | CC | 0.80 | 628.00 |
| 03/05/25 | Review current lease assignment procedures in response to landlord inquiries (.3); follow up with C. Choe (KDW) regarding same (.2); review lease auction flyer and related details (.2); emails with L. Blumenthal (KE), R. LeHane, and C. Choe (both KDW) regarding same (.2); analyze timing for | MJM | 1.40 | 1463.00 |

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Client 030608
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April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| | assumption/rejection of leases (.3); review order extending deadline to assume or reject (.2). | | | |
| 03/05/25 | Review marketing materials circulated by debtors regarding lease sales (.2); correspondence with internal team on same and follow up with debtors (.1). | JRA | 0.30 | 345.00 |
| 03/06/25 | Call and emails with C. Barnes (Aston) regarding lease sale process and contacts at Great American regarding same (.2); emails with D. Papadakis and team regarding timing of payment of stub rent and short payments (.2). | RLL | 0.40 | 478.00 |
| 03/06/25 | Correspondence from R. LeHane (KDW) regarding landlord reach out on unpaid rent (.1); review landlord correspondence (.1); follow up with M. McLoughlin and C. Choe (both KDW) on same and debtor reach out to address (.1). | JRA | 0.30 | 345.00 |
| 03/06/25 | Emails with J. Adams and R. LeHane (both KDW) regarding stub rent. | ERW | 0.20 | 256.00 |
| 03/07/25 | Emails regarding landlord questions on lease related issues for postpetition rent. | CC | 0.30 | 235.50 |
| 03/07/25 | Follow up correspondence from Kirkland regarding open lease payment questions from Market Street Village (.1); review revised agreement addressing same (.3); follow up | JRA | 0.50 | 575.00 |

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Matter 0007
April 14, 2025
Page 3

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/07/25 | correspondence with landlord on same (.1). Emails with L. Blumenthal (KE) regarding lease designation concerns and next steps. | MJM | 0.20 | 209.00 |
| 03/11/25 | Emails with landlords regarding GOB sale process and leases. | CC | 0.20 | 157.00 |
| 03/11/25 | Correspondence with S. Kietlinski (Province) regarding status of lease designation process, stub rent payments and rent payment amount for Kite property. | JRA | 0.20 | 230.00 |
| 03/11/25 | Review settlement and prior correspondence related to payment of stub rent (.2); emails with S. Kietlinski (Province) regarding payment of stub rent (.2). | MJM | 0.40 | 418.00 |
| 03/11/25 | Emails with M. McLoughlin (KDW) and S. Kietlinski (PA) regarding stub rent. | ERW | 0.10 | 128.00 |
| 03/12/25 | Follow up correspondence with Province on stub rent timing and messaging to landlords on same (.1); correspondence with E. Wilson and M. McLoughlin (both KDW) on same (.1). | JRA | 0.20 | 230.00 |
| 03/12/25 | Further emails with S. Kietlinski (PA) regarding stub rent (.1); instruction to M. McLoughlin (KDW) regarding same (.1). | ERW | 0.20 | 256.00 |
| 03/13/25 | Review press release regarding lease sale process, timeline and updates from Great American and A&G (.2); communications on next steps (.2); confer with M. McLoughlin (KDW) regarding lease sale issues (.2). | CC | 0.60 | 471.00 |

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April 14, 2025
Page 4

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/13/25 | Review GA's notice of lease auction and related dates (.2); conference with C. Choe (KDW) on same (.2); provide update to landlords sitting on the committee (.2). | MJM | 0.60 | 627.00 |
| 03/13/25 | Correspondence from C. Choe (KDW) regarding press release on lease auction process (.1); follow up on same (.1). | JRA | 0.20 | 230.00 |
| 03/17/25 | Review motion to compel stub rent (.2); summarize same (.1); emails with Kirkland team regarding same (.1); call with landlord counsel related to same (.1). | MJM | 0.50 | 522.50 |
| 03/17/25 | Review motion to compel from landlord (.1); follow up on same with M. McLoughlin (KDW) (.1). | JRA | 0.20 | 230.00 |
| 03/18/25 | Correspondence with S. Fleisher (BD), counsel for landlord, regarding stub rent payments (.2); review correspondence from P. Holder (Kite), landlord, regarding adjusted rent and status (.1); follow up with R. LeHane and J. Raviele (both KDW) on same (.1). | JRA | 0.40 | 460.00 |
| 03/19/25 | Review email from J. Raviele (KDW) regarding L. Sloan (CNA) inquiry on bar date (.1); review email for follow-up from L. Sloan regarding the same (.4); send follow-up email unclaims process (.2). | SA | 0.70 | 252.00 |
| 03/19/25 | Review emails from creditor regarding potential 365(d)(3) payment issue (.3); call (.1) | JDR | 0.60 | 537.00 |

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/20/25 | and emails (.2) with creditor regarding same. Review proposed order for Kump lift stay motion. | JC | 0.20 | 147.00 |
| 03/20/25 | Review docket (.2) and draft email (.5) to landlord regarding claims process, rejection procedures and deadlines; update team on same (.2). | SA | 0.90 | 324.00 |
| 03/20/25 | Update from S. Kietlinski (PA) on stub rent payments and confirmation on same (.1); follow up with landlord relationship team on same and confirming landlord receipt (.1); further correspondence to confirm amount paid (.1). | JRA | 0.30 | 345.00 |
| 03/20/25 | Emails with various landlords regarding status of case, lease sale process, stub rent and next steps. | CC | 0.30 | 235.50 |
| 03/21/25 | Review JLL motion to compel assumption or rejection and immediate payment (.3); follow up internally and with the debtors regarding same (.2). | MJM | 0.50 | 522.50 |
| 03/21/25 | Emails with J. Adams (KDW) and S. Kietlinski (PA) regarding stub rent. | ERW | 0.10 | 128.00 |
| 03/25/25 | Review first (.3) and second (.2) rejection notices; confer with J. Adams (KDW) on same (.1); emails with R. LeHane (KDW) regarding status of lease rejections (.2); review 365(d)(4) order (.1); emails with J. Adams and R. | MJM | 1.00 | 1045.00 |

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/25/25 | LeHane (both KDW) regarding landlord inquiries (.1). Review draft rejection notices from K. Meyer (KE) (.2); confer with M. McLoughlin (KDW) on same (.1); correspondence with R. LeHane and M. McLoughlin (both KDW) regarding landlord inquiry on status of lease sales and rejection deadline (.2). | JRA | 0.50 | 575.00 |
| 03/25/25 | Review rejection notices (.2); emails with K. Meyer (KE) and M. McLoughlin (KDW) regarding same (.1). | ERW | 0.30 | 384.00 |
| 03/26/25 | Emails with R. LeHane and C. Choe (both KDW) regarding rejection notices and impact of same. | MJM | 0.10 | 104.50 |
| 03/26/25 | Review notice of withdraw of notice of rejections (.1); review refilled 1st (.4) and 2nd (.2) notice of rejection. | JC | 0.70 | 514.50 |
| 03/26/25 | Emails with various landlords regarding concerns regarding lease related issues and claim submission. | CC | 0.40 | 314.00 |
| 03/26/25 | Emails with M. McLoughlin (KDW) and K. Meyer (KE) regarding rejections. | ERW | 0.20 | 256.00 |
| 03/27/25 | Emails with R. LeHane, C. Choe (both KDW) regarding lease rejections. | MJM | 0.20 | 209.00 |
| 03/27/25 | Review email from landlord on claim process. | SA | 0.10 | 36.00 |
| 03/28/25 | Emails with M. McLoughlin and J. Churchill (both KDW) and K. Meyer (KE) regarding | ERW | 0.20 | 256.00 |

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JOANN Committee
Client 030608
Matter 0007
April 14, 2025
Page 7

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|--|-------------|--------------|---------------|
| 03/31/25 | additional rejection notices. Review update from M. McLoughlin and J. Churchill (both KDW) on drafts of third and fourth rejection notices (.1); review same for impact (.1). | JRA | 0.20 | 230.00 |
| 03/31/25 | Review fifth rejection notice (.2); emails with K. Meyer (KE) Regarding same (.1). | MJM | 0.30 | 313.50 |
| 03/31/25 | Further emails with M. McLoughlin (KDW) and K. Meyer (KE) regarding rejection. | ERW | 0.20 | 256.00 |
| Total Services for this Matter: | | | | 16,707.50 |
| Total this Invoice | | | | \$16,707.50 |

KELLEY DRYE & WARREN LLP

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JOANN Committee
Client 030608
Matter 0007
April 14, 2025
Page 8

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| CC | Choe, Connie | 2.60 | 785.00 | \$2,041.00 |
| ERW | Wilson, Eric | 1.90 | 1,280.00 | 2,432.00 |
| JC | Churchill, John | 0.90 | 735.00 | 661.50 |
| JDR | Raviele, Jennifer D | 0.60 | 895.00 | 537.00 |
| JRA | Adams, Jason | 3.30 | 1,150.00 | 3,795.00 |
| MJM | McLoughlin, Maeghan J | 5.20 | 1,045.00 | 5,434.00 |
| RLL | LeHane, Robert L | 1.00 | 1,195.00 | 1,195.00 |
| SA | Alceus, Sherlly | 1.70 | 360.00 | 612.00 |

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3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
(212) 808-7800

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JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928025

030608 JOANN Committee
0009 Claims Administration

Account Summary And Remittance Form

| | |
|----------------------------------|-------------|
| Legal Services: | \$18,578.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$18,578.50**

Terms: Payment Due on or Before May 14, 2025

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PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

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JOANN Committee

Attn: Eric Wilson

c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928025

Client 030608

Matter 0009 Claims Administration

Attorney: 05395

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Review landlord comments to the proposed bar date motion and proof of claim form. | CC | 0.20 | \$157.00 |
| 03/04/25 | Research precedent cases for 503(b)(9) reconciliation process. | MJM | 1.10 | 1149.50 |
| 03/05/25 | Review weekly creditor/critical vendor payment report from J. Raphael (KE). | JRA | 0.10 | 115.00 |
| 03/05/25 | Review bar date order and track upcoming bar dates and deadlines (.2); analyze precedent on settlement procedures for administration claim reconciliation (.4). | CC | 0.60 | 471.00 |
| 03/05/25 | Review precedent 503(b)(9) claims reconciliation procedures (.5); draft 503(b)(9) claims reconciliation procedures (1.6); emails with C. Choe (KDW) regarding process and next steps (.2). | MJM | 2.30 | 2403.50 |
| 03/06/25 | Review M. McLoughlin (KDW) proposed procedures for reconciling 503b9 claims (.3); analyze same including review of precedent (.6); provide additional comments on procedures (1.4); review revised version (.2). | CC | 2.50 | 1962.50 |

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April 14, 2025
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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/06/25 | Review C. Choe (KDW) comments to 503b9 claims procedures (.3); further revise same (.5). | MJM | 0.80 | 836.00 |
| 03/06/25 | Review draft settlement between debtors and Discover and draft motion (.4); follow up correspondence with L. Blumenthal (KE) on same (.2). | JRA | 0.60 | 690.00 |
| 03/07/25 | Conference with J. Adams and M. McLoughlin (both KDW) regarding 503(b)(9) claim procedures (.4); revise proposal (.6); review revisions from M. McLoughlin (KDW) (.2); review bar date order and notice for instructions on filing claims including proof of claim form (.3). | CC | 1.50 | 1177.50 |
| 03/07/25 | Review creditor matrix update report on payments made from J. Raphael (KE) (.1); review 503(b)(9) claims reconciliation procedures outline from M. McLoughlin and C. Choe (both KDW) (.4); call with M. McLoughlin and C. Choe (both KDW) regarding same, comments and revisions before sharing with debtors (.4). | JRA | 0.90 | 1035.00 |
| 03/07/25 | Review draft settlement between debtors and Discover and draft motion (.4); call with J. Adams and C. Choe (both KDW) regarding 503b9 reconciliation procedures (.4); review updated critical vendor payment matrix (.1); further revise 503b9 procedures (.7). | MJM | 1.60 | 1672.00 |

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/07/25 | Review bar date order regarding administrative claims (.1); email to M. McLoughlin (KDW) regarding same (.1). | ERW | 0.20 | 256.00 |
| 03/08/25 | Emails with E. Wilson (KDW), and H. Congleton (Province) regarding bar date and settlement. | MJM | 0.20 | 209.00 |
| 03/08/25 | Emails with M. McLoughlin (KDW), H. Congleton and S. Kietlinski (both PA) regarding presentation, bar date and settlement terms (.2); emails with J. Churchill (KDW) regarding creditor inquiries (.2). | ERW | 0.40 | 512.00 |
| 03/10/25 | Review updated 503(b)(9) reconciliation process update from C. Choe (KDW) (.2); provide comments to same (.2); confirm bar date notice filing and instructions to team on claims tracking (.2). | JRA | 0.60 | 690.00 |
| 03/11/25 | Review revised version of 503(b)(9) procedures regarding resolution of claims. | CC | 0.20 | 157.00 |
| 03/11/25 | Discuss revisions to 503(b)(9) procedures with J. Adams (KDW) (.2); revise same (.2); emails with L. Blumenthal (KE) regarding same (.1). | MJM | 0.50 | 522.50 |
| 03/13/25 | Emails with C. Choe (KDW) and O. Acuna (KE) regarding 503(b)(9) reconciliation procedures. | MJM | 0.20 | 209.00 |
| 03/14/25 | Prepare for call with Kirkland and A&M regarding 503(b)(9) procedures (.2); call with C. Choe (KDW) and Kirkland and A&M teams | MJM | 0.60 | 627.00 |

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/14/25 | regarding reconciliation process (.4). Conference with A&M, K&E and M. McLoughlin (KDW) regarding 503(b)(9) procedures and reconciliation of administrative claims (.4); emails regarding same (.2); review revised procedures (.2). | CC | 0.80 | 628.00 |
| 03/17/25 | Review O. Acuna (KE) comments to 503(b)(9) procedures (.3); further revise same (.2); emails with O. Acuna (KE) and N. Haughey (AM) regarding same (.1). | MJM | 0.60 | 627.00 |
| 03/17/25 | Emails regarding 503(b)(9) procedures and next steps on same. | CC | 0.30 | 235.50 |
| 03/17/25 | Review revised 503(b)(9) program outline with comments from Kirkland (.2); correspondence with M. McLoughlin (KDW) on same (.1); review weekly report on prepetition claims paid (.1). | JRA | 0.40 | 460.00 |
| 03/18/25 | Emails with J. Rafael (KE) related to critical vendor payments (.1) and review matrix (.1). | MJM | 0.20 | 209.00 |
| 03/19/25 | Emails with M. Tsukerman (CS) regarding status of 3 pending lift stay motions. | MJM | 0.20 | 209.00 |
| 03/20/25 | Review Kump lift stay stipulation (.2) and Kump lift stay motion (.2); emails with M. Tsukerman (CS) regarding same (.1); emails with S. Kietlinski (Province) regarding payment of stub rent claims (.2); further revise 503(b)(9) procedures (.2); emails with O. | MJM | 1.00 | 1045.00 |

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Client 030608
Matter 0009
April 14, 2025
Page 5

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/24/25 | Acuna (KE) regarding same (.1). Brief review of claims register. | MJM | 0.30 | 313.50 |
| | Total Services for this Matter: | | | 18,578.50 |
| | Total this Invoice | | | \$18,578.50 |

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| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| CC | Choe, Connie | 6.10 | 785.00 | \$4,788.50 |
| ERW | Wilson, Eric | 0.60 | 1,280.00 | 768.00 |
| JRA | Adams, Jason | 2.60 | 1,150.00 | 2,990.00 |
| MJM | McLoughlin, Maeghan J | 9.60 | 1,045.00 | 10,032.00 |

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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928033

030608 JOANN Committee
0010 Plan and Disclosure Statement

Account Summary And Remittance Form

| | |
|----------------------------------|--------------|
| Legal Services: | \$112,415.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$112,415.50**

Terms: Payment Due on or Before May 14, 2025

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PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

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April 14, 2025
Invoice No. 2928033

Client 030608

Matter 0010 Plan and Disclosure Statement

Attorney: 05395

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Conference call with J. Adams (KDW) regarding settlement and next steps (.3); initial review of proposed plan of liquidation (.4); review trust precedents (.3); emails to J. Churchill (KDW) regarding creditor inquiries (.2). | ERW | 1.20 | \$1536.00 |
| 03/03/25 | Instructions to A. Barajas (KDW) regarding initial review of plan in preparation for incorporation of UCC settlement (.2); correspondence with E. Wilson and R. Morrison (both KDW) regarding open insurance questions impact on plan and trust (.1); emails with R. Gage and A. Lee (both KDW) regarding potential tax exposure and impact on plan process (.1); confer with E. Wilson (KDW) on settlement and plan revisions (.3). | JRA | 0.70 | 805.00 |
| 03/04/25 | Strategize regarding plan settlement terms (.2) and research (.5) issues related to implementation of committee settlement | CC | 0.70 | 549.50 |

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| | including reconciliation and payment of 503(B)(9) claims. | | | |
| 03/04/25 | Review R. Morrison (KDW) update on insurance policies (.2); high level review of relevant policies (.3). | MJM | 0.50 | 522.50 |
| 03/04/25 | Emails with J. Adams (KDW) regarding case status, trust. | ERW | 0.20 | 256.00 |
| 03/05/25 | Review draft plan from K&E. | MJM | 0.30 | 313.50 |
| 03/06/25 | Emails with O. Acuna (KE) related to additional insurance policies (.1); review run off policies and related documents (.5); emails with R. Morrison (KDW) related to same (.1); preliminary review of precedent cases with similar trust structures (.5). | MJM | 1.20 | 1254.00 |
| 03/10/25 | Review debtors' chapter 11 plan in preparation for providing comments to include committee settlement terms (.3); review sale order paragraph regarding settlement terms for providing comments to debtors' plan (.2). | AB | 0.50 | 445.00 |
| 03/10/25 | Research precedent plan (2.2) and trust (1.8) documents for plan markup; outline distribution concerns (.4). | MJM | 4.40 | 4598.00 |
| 03/11/25 | Research Toys R Us plan structure of direct claims contribution issues. | JC | 2.00 | 1470.00 |
| 03/11/25 | Review precedent chapter 11 plans for committee settlement and liquidating trust provisions (.4); begin editing plan to include | AB | 1.20 | 1068.00 |

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Client 030608
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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/12/25 | settlement (.8). Review A. Barajas (KDW) analysis of plan documents (.5); emails with A. Barajas (KDW) related to settlement terms and next steps (.3); research applicable plan constructs (1.4) and explain process for revising current plan (.3). | MJM | 2.50 | 2612.50 |
| 03/12/25 | Communications with J. Churchill (KDW) regarding research related to plan provisions and claims (.2); preliminary research into transfer of claims to trust issue (.5). | CC | 0.70 | 549.50 |
| 03/12/25 | Continue research into Toys R Us plan and trust structure (.5); research NRIA plan related to same (1.1). | JC | 1.60 | 1176.00 |
| 03/12/25 | Emails with M. McLoughlin (KDW) regarding precedent chapter 11 plan (.2); review precedent plans for GUC trust provisions (.7); continue editing debtors' chapter 11 plan to incorporate settlement (.2); begin editing debtors' plan to incorporate GUC trust provisions (1.4). | AB | 2.50 | 2225.00 |
| 03/13/25 | Emails regarding post-confirmation trust and implementation of committee settlement (.2); research regarding same (.3). | CC | 0.50 | 392.50 |
| 03/13/25 | Continue editing plan to incorporate GUC trust plan provisions (2.4); email M. McLoughlin (KDW) regarding the same (.1). | AB | 2.50 | 2225.00 |
| 03/13/25 | Emails with J. Churchill and M. McLoughlin | ERW | 0.30 | 384.00 |

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April 14, 2025
Page 4

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/14/25 | (both KDW) regarding plan structure and injunction (.2); review same (.1). Further research precedent plan structures involving direct creditor claims and potential trust assignment. | JC | 0.90 | 661.50 |
| 03/14/25 | Preliminary review of A. Barajas (KDW) plan markup (.7); review J. Churchill (KDW) research on various plan and trust structures (1.4); conduct additional research (.7); outline plan and distribution structure (.4). | MJM | 3.20 | 3344.00 |
| 03/14/25 | Finalize initial edits to plan to incorporate GUC trust plan provisions (1.5); email M. McLoughlin (KDW) regarding same (.1). | AB | 1.60 | 1424.00 |
| 03/14/25 | Communications with J. Churchill (KDW) regarding trust structure and distributions (.2); further research regarding same (.4). | CC | 0.60 | 471.00 |
| 03/17/25 | Review revised version of plan with committee settlement terms (.2); emails with J. Churchill (KDW) regarding research on trust issues (.4). | CC | 0.60 | 471.00 |
| 03/17/25 | Preliminary review plan draft from A. Barajas (KDW) (.6); begin revising plan (2.2); update committee settlement, sale, and GUC trust provisions (2.4); research GUC's treatment and classification (.9). | MJM | 6.10 | 6374.50 |
| 03/17/25 | Review of A. Barajas (KDW) initial set of comments to draft plan to incorporate settlement and trust structure (1.1); instructions | JRA | 1.90 | 2185.00 |

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|-------------|--|-------------|--------------|---------------|
| | to M. McLoughlin (KDW) on next turn of same (.2); review J. Churchill (KDW) research on trust structuring issues based on case facts (.6). | | | |
| 03/18/25 | Prepare for (.2) and participate in strategy conference with J. Adams (KDW) regarding plan and trust structure (.6); outline trust and tax concerns (.2) and meet with D. Kane (KDW) to discuss trust structure and related tax treatment (.8); continue revising plan (2.9); preliminary research on tax issues (1.3); emails with A. Barajas (KDW) regarding trust agreement (.2). | MJM | 6.20 | 6479.00 |
| 03/18/25 | Prepare for (.2) and meeting (.6) with M. McLoughlin (KDW) regarding plan revisions and trust structuring issues; follow up correspondence with M. McLoughlin and D. Kane (both KDW) on same (.1). | JRA | 0.90 | 1035.00 |
| 03/18/25 | Conference with M. McLoughlin (KDW) regarding tax and related implications of trust structure. | DPK | 0.80 | 756.00 |
| 03/19/25 | Preliminary review of additional comments to draft of plan from internal team including C. Choe, D. Kane and M. McLoughlin (all KDW) to address UCC settlement and particular trust requirements (.6); correspondence with team on follow up on same (.1); review updated trust | JRA | 1.10 | 1265.00 |

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|-------------|--|-------------|--------------|---------------|
| | structuring analysis from M. McLoughlin (KDW) in preparation for tomorrow's internal call on same (.4). | | | |
| 03/19/25 | Review incremental redline with additional edits to debtors' chapter 11 plan (.2); review precedent GUC trust agreement for preparing draft GUC trust agreement (.2). | AB | 0.40 | 356.00 |
| 03/19/25 | Comment on plan provisions regarding GUC trust distributions (1.7); review presentation to committee regarding trust structural issues (.2). | DPK | 1.90 | 1795.50 |
| 03/19/25 | Review revised versions and incremental changes to the plan (.7); emails with M. McLoughlin (KDW) regarding same (.3); revise sections on treatment of contracts/leases and additional definitional provisions (2.5); revise full version (.3); review D. Kane comments to same (.3); revise clean version of plan (.4). | CC | 4.50 | 3532.50 |
| 03/19/25 | Further research plan structures and legal precedent on direct claims assignment to post-confirmation trust. | JC | 1.30 | 955.50 |
| 03/19/25 | Draft presentation detailing various plan structural and tax issues (2.4); revise same with additional tax detail (.9); emails with J. Adams and D. Kane (both KDW) related to same (.2); further revise plan (2.4); review C. Choe (KDW) comments to lease and | MJM | 6.80 | 7106.00 |

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| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/20/25 | assumption/rejection plan provisions (.3) and further revise same (.6). Review D. Kane (KDW) trust-related comments and concerns (.5); incorporate same (.2); address her pending questions (.6); review (1.3) and summarize (1.4) case law concerning plan structural issues; prepare for (.2) and call with J. Adams, E. Wilson, and D. Kane (all KDW) regarding plan revisions and structure (1.2). | MJM | 5.40 | 5643.00 |
| 03/20/25 | Review latest version of proposed plan and committee comments (.3); conference with A. Barajas (KDW) regarding next steps (.1); communications with J. Churchill (KDW) regarding research related to plan issues (.2). | CC | 0.60 | 471.00 |
| 03/20/25 | Discussion with C. Choe (KDW) regarding direct claims research (.2); summarize current research for M. McLoughlin (KDW) (.3); further research into Tribune (.7) and Alpha Latam trusts (1.2); summarize same (.5). | JC | 2.90 | 2131.50 |
| 03/20/25 | Review M. McLoughlin (KDW) plan structuring presentation materials (.4); review follow up analysis from M. McLoughlin (KDW) on recent cases addressing direct claim issues (.3); conference with E. Wilson, M. McLoughlin and D. Kane (all KDW) on plan structure issues (1.2). | JRA | 1.90 | 2185.00 |

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|-------------|--|-------------|--------------|---------------|
| 03/20/25 | Confer with C. Choe (KDW) regarding latest plan comments. | AB | 0.10 | 89.00 |
| 03/20/25 | Call with E. Wilson, J. Adams, M. McLoughlin (all KDW) to discuss plan and trust structured issues. | DPK | 1.20 | 1134.00 |
| 03/20/25 | Conference call with J. Adams, et al. (KDW) regarding plan and trust issues. | ERW | 1.20 | 1536.00 |
| 03/21/25 | Summarize Cred case in relation to direct claims and post-confirmation trust structure. | JC | 1.30 | 955.50 |
| 03/21/25 | Review J. Churchill (KDW) additional research on plan structural issues (.3); follow up questions related to same (.2). | MJM | 0.50 | 522.50 |
| 03/21/25 | Emails with J. Adams, M. McLoughlin and D. Kane (all of KDW) regarding plan structure analysis (.2); initial review of same (.2); review summary of post confirmation litigation trust research (.3); emails from M. McLoughlin (KDW) regarding same (.1). | ERW | 0.80 | 1024.00 |
| 03/24/25 | Review J. Churchill (KDW) case summaries of precedential plan issues and claim assignment (1.3); review related plan and trust documents (1.9); outline issues and follow up with same (.4). | MJM | 3.60 | 3762.00 |
| 03/25/25 | Discuss status of plan review with J. Adams (KDW). | MJM | 0.20 | 209.00 |
| 03/25/25 | Begin analysis and comments to revised draft of plan from M. McLoughlin and team (all | JRA | 3.50 | 4025.00 |

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|-------------|---|-------------|--------------|---------------|
| 03/26/25 | KDW) (3.3); confer with M. McLoughlin (KDW) on same (.2). Continue analysis and comment to revised draft of plan from internal team (1.2); meeting with M. McLoughlin, A. Barajas and D. Kane (partial) (all KDW) regarding comments and further revisions (1.4). | JRA | 2.60 | 2990.00 |
| 03/26/25 | Review J. Adams (KDW) plan comments (.5); call with J. Adams, D. Kane, and A. Barajas (all KDW) to discuss plan comments and questions (1.4); follow up call with A. Barajas (KDW) regarding plan revisions (.1); incorporate J. Adams (KDW) comments to plan (3.3); follow up emails with A. Barajas (KDW) regarding plan comments (.2). | MJM | 5.50 | 5747.50 |
| 03/26/25 | Partial participation in call to work through plan comments with J. Adams, M. McLoughlin, A. Barajas (all KDW). | DPK | 0.90 | 850.50 |
| 03/26/25 | Review J. Adams's (KDW) comments to plan (.5); call with J. Adams, M. McLoughlin, and D. Kane (all KDW) regarding comments (1.4); follow up call with M. McLoughlin (KDW) regarding same (.1); review redline of comments to as-filed plan (.3) and draft email to Kirkland highlighting substantive edits (.3); edit plan to incorporate J. Adams (KDW) edits to settlement section (.4); emails with M. | AB | 3.20 | 2848.00 |

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| 03/26/25 | McLoughlin (KDW) regarding comments (.2). Confer with S. Kietlinski (PA) regarding plan and trust (.3); initial review of revised plan (.6); email to M. McLoughlin (KDW) regarding same (.1). | ERW | 1.00 | 1280.00 |
| 03/27/25 | Review revised version of plan and J. Adams (KDW) comments to same (.4); review precedent and emails with M. McLoughlin (KDW) (.5). | CC | 0.90 | 706.50 |
| 03/27/25 | Revise executory contracts section of the plan (1.8); compare to sale order (.5) and assumption/rejection procedures (.6); continue incorporating J. Adams (KDW) comments (1.4); final review of plan before internal circulation (.5). | MJM | 4.80 | 5016.00 |
| 03/28/25 | Review assumption/rejection procedures order, sale order, and 365(d)(4) orders (1.1); further revise plan provisions related to cure claims, rejection damages, assumption/rejection procedures (1.3). | MJM | 2.40 | 2508.00 |
| 03/28/25 | Review additional changes and latest iteration of revised plan including with respect to treatment of leases. | CC | 0.20 | 157.00 |
| 03/28/25 | Review further revised plan (.6); emails to M. McLoughlin (KDW) regarding same (.2). | ERW | 0.80 | 1024.00 |
| 03/31/25 | Call with J. Adams (KDW) to discuss his further revisions to the plan (.3); brief review | MJM | 0.40 | 418.00 |

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| 03/31/25 | of his changes (.1). Review updated versions (2x) of plan comments from M. McLoughlin (KDW) (1.0); conference with M. McLoughlin (KDW) on same (.3); further revise same (1.8). | JRA | 3.10 | 3565.00 |
| 03/31/25 | Review further revised plan (.6); emails to J. Adams and M. McLoughlin (both KDW) regarding same (.2). | ERW | 0.80 | 1024.00 |
| Total Services for this Matter: | | | | 112,415.50 |
| Total this Invoice | | | | \$112,415.50 |

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|-------------|-----------------------|--------------|-------------|---------------|
| AB | Barajas, Andres | 12.00 | 890.00 | \$10,680.00 |
| CC | Choe, Connie | 9.30 | 785.00 | 7,300.50 |
| DPK | Kane, Dana P | 4.80 | 945.00 | 4,536.00 |
| ERW | Wilson, Eric | 6.30 | 1,280.00 | 8,064.00 |
| JC | Churchill, John | 10.00 | 735.00 | 7,350.00 |
| JRA | Adams, Jason | 15.70 | 1,150.00 | 18,055.00 |
| MJM | McLoughlin, Maeghan J | 54.00 | 1,045.00 | 56,430.00 |

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3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
(212) 808-7800

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c/o Eric Wilson
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New York, NY 10007

April 14, 2025
Invoice No. 2928026

030608 JOANN Committee
0011 Committee and Creditor Communications

Account Summary And Remittance Form

| | |
|----------------------------------|-------------|
| Legal Services: | \$92,495.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$92,495.50**

Terms: Payment Due on or Before May 14, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

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SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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AS PAYMENT REFERENCE**

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Attn: Eric Wilson

c/o Eric Wilson

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Attorney: 05395

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|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Review latest iteration of committee presentation on plan and liens (.3); prepare notes for committee discussion (.2); confer (.3) and emails (.2) with S. Balasiano (BA) regarding next steps; emails with M. McLoughlin (KDW), D. Laton and S. Kietlinski (both Province) regarding committee call, stub rent (.2); email to UCC regarding committee meeting, next steps (.2); instruction to M. McLoughlin (KDW) regarding same (.1); emails with J. Mostek (QG) regarding settlement (.2). | ERW | 1.70 | \$2176.00 |
| 03/03/25 | Coordinate with various landlords and creditors regarding sale hearing, order/closing and other related issues. | CC | 0.50 | 392.50 |
| 03/03/25 | Call with J. Kaplan (CRG) regarding committee settlement. | MJM | 0.10 | 104.50 |
| 03/04/25 | Call with J. Hoover (Benesch) regarding plan, sale, and claims (.3); follow up emails with E. Wilson and J. Adams (both KDW) (.1); draft | MJM | 2.90 | 3030.50 |

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| | talking points for committee call (2.2); call with J. Adams (KDW) regarding same (.2); emails with S. Kietlinski (Province) regarding payment of stub rent (.1). | | | |
| 03/04/25 | Call with R. Green and B. Smith, Aston Properties, regarding status of lease disposition/ auction process. | RLL | 0.50 | 597.50 |
| 03/04/25 | Review (.3) and revise (.4) UCC presentation materials for this week's update call; confer with M. McLoughlin (KDW) on same (.2). | JRA | 0.90 | 1035.00 |
| 03/04/25 | Emails with J. Mostek (QG) regarding next steps, recoveries (.2); emails to M. McLoughlin (KDW) regarding creditor inquiries (.1); review revised lien presentation (.2). | ERW | 0.50 | 640.00 |
| 03/05/25 | Review committee communications regarding potential claims (.3); follow up with M. McLoughlin (KDW) on same (.1). | JC | 0.40 | 294.00 |
| 03/05/25 | Review M. McLoughlin (KDW) comments to Province presentation materials for tomorrow's UCC call (.2); provide comments to same (.2); review revised KDW/PSZJ presentation (.2); review talking points outline (.3) and agenda (.1); call with E. Wilson and M. McLoughlin (both KDW) on same and preparing for tomorrow's call (.6). | JRA | 1.60 | 1840.00 |
| 03/05/25 | Committee update and agenda (.2); emails with E. Wilson (KDW) regarding same (.1); several | MJM | 2.70 | 2821.50 |

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| | revisions to Province presentation (.9); call with J. Adams and E. Wilson (both KDW) to prepare for committee call (.6); further emails with S. Kietlinski (Province) regarding presentation (.2); emails with Pachulski team related to committee presentation (.2); emails with R. Edwards (Kimco) regarding UCC call (.1); review committee correspondence from individual creditors related to potential claims (.3); emails with J. Churchill (KDW) regarding same (.1). | | | |
| 03/05/25 | Confer with S. Kietlinski (PA) regarding tomorrow's call (.3); conference call with M. McLoughlin (both KDW) preparatory to tomorrow's committee call (.6); review further revised lien presentation (.2), talking points (.2) and Province materials (.3); preparatory to tomorrow's call; revise talking points (.8); review and comment on committee update, agenda (.1); instruction to M. McLoughlin (KDW) regarding same (.1); emails to S. Kietlinski (PA) and M. McLoughlin (KDW) regarding revisions to presentations (.1). | ERW | 2.70 | 3456.00 |
| 03/06/25 | Further revise talking points preparatory to today's call (1.4); cross-reference lien (.1), Province presentations (.2); conduct today's committee call (1.0); confer with J. Adams | ERW | 3.70 | 4736.00 |

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|-------------|--|-------------|--------------|---------------|
| | (KDW) regarding follow-up to today's call (.2); outline next steps (.4). | | | |
| 03/06/25 | Monitor committee call regarding case status, committee settlement and claims update (1.0); emails with various landlords and Province regarding postpetition amounts outstanding and status of lease sale process and locations (.6). | CC | 2.00 | 1570.00 |
| 03/06/25 | Participate with E. Wilson and M. McLoughlin (both KDW) on today's UCC update call. | JRA | 1.40 | 1610.00 |
| 03/06/25 | Follow up call with M. McLoughlin (KDW) on next steps and landlord inquiry on stub rent issues (.2); further call with E. Wilson (KDW) on same (.2); Attend committee committee call regarding status of case and next steps (1.4). | AB | 1.80 | 1602.00 |
| 03/07/25 | Review status of case related to UCC members (.2); draft and revise committee update regarding case status, bar dates and deadlines and recent updates from debtors (.6). | CC | 0.80 | 628.00 |
| 03/07/25 | Review draft UCC update from C. Choe and revisions from M. McLoughlin (both KDW) before circulation to UCC. | JRA | 0.20 | 230.00 |
| 03/07/25 | Prepare for (.2) and call with J. Kaplan (CRG) regarding case status, settlement, timing (.3); revise committee update (.5). | MJM | 1.00 | 1045.00 |
| 03/07/25 | Review and comment on update to committee (.1); instruction to M. McLoughlin (KDW) regarding same (.1). | ERW | 0.20 | 256.00 |

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| 03/12/25 | Emails with M. McLoughlin (KDW) regarding outline for plan and investigation presentation (.3); review precedent regarding same (.4). | CC | 0.70 | 549.50 |
| 03/12/25 | Outline summary of committee presentation (1.1); draft discrete sections of presentation (2.2); preliminary research into certain causes of action to address committees questions (1.9). | MJM | 5.20 | 5434.00 |
| 03/12/25 | Emails to M. McLoughlin (KDW) regarding committee update. | ERW | 0.20 | 256.00 |
| 03/13/25 | Emails with K. Carpenter (Advantus) regarding trust, creditor claims (.1); confer with J. Adams (KDW) regarding same (.1); email to committee regarding stub rent and delay (.1). | ERW | 0.30 | 384.00 |
| 03/13/25 | Conference with M. McLoughlin and J. Churchill (both KDW) regarding committee presentation and preparation of same (.6); review outline and analysis for committee presentation (.5); emails to various landlords and creditors regarding lease sale updates (.3). | CC | 1.40 | 1099.00 |
| 03/13/25 | Meeting with M. McLoughlin and C. Choe (both KDW) regarding committee plan and investigation presentation. | JC | 0.60 | 441.00 |
| 03/13/25 | Prepare for (.2) and participate in call with C. Choe and J. Churchill (both KDW) regarding committee presentation (.6); emails with Kimco, Regency, and Simon (all UCC members) regarding payment of stub rent (.2); | MJM | 4.30 | 4493.50 |

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| | draft detailed response to K. Carpenter (Advantus) inquiries regarding plan terms, schedules, opt in/out options, injunction, sale terms and intercompany claims (1.8); refer to plan (.5) and related documents (.5) in connection with same; discuss response with J. Adams (KDW) (.1); call with R. Tucker (Simon) regarding signage concerns (.2); follow up with liquidator (.2). | | | |
| 03/13/25 | Continue research into direct claims and trusts in Toys R Us (.5) and NRIA (1.0); summarizing findings (.7). | JC | 2.20 | 1617.00 |
| 03/13/25 | Correspondence from UCC members on questions relating to plan, releases and impact (.2); instructions to M. McLoughlin (KDW) on analysis of same (.1); review preliminary analysis and responses (.3); confer with M. McLoughlin (.1) and E. Wilson (.1) (both KDW) on same; review plan provisions and begin revising same (.5). | JRA | 1.30 | 1495.00 |
| 03/14/25 | Continue drafting extensive response to committee member inquiry on plan terms and impact, releases (1.3); confer with M. McLoughlin (KDW) on same (.2). | JRA | 1.50 | 1725.00 |
| 03/14/25 | Further revise response to K. Carpenter (Advantus) regarding plan and release process (.4); follow up call with J. Adams (KDW) | MJM | 0.90 | 940.50 |

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| 03/17/25 | regarding same (.2); further emails with J. Hoover (BL) regarding case update (.3). Continue review of outline and preparation of presentation (.9); draft narrative background slides (1.8). | CC | 2.70 | 2119.50 |
| 03/18/25 | Emails with S. Fleischer (BD) regarding sale closing and stub rent checks (.2); call with C. Shrieber (WS) regarding sale order (.2); review landlord concerns regarding unpaid rent and related backup (.2); emails with J. Adams (KDW) regarding same (.1). | MJM | 0.70 | 731.50 |
| 03/18/25 | Communications with various landlords and debtors regarding stub rent payments and status of same (.5); continue preparing committee presentation regarding case status, settlement terms and claims issues (2.2); review related documents and pleadings relating to same (.5); review slides from J. Churchill (KDW) regarding claims (.2). | CC | 3.40 | 2669.00 |
| 03/18/25 | Create plan and investigation presentation appendices for committee. | JC | 2.50 | 1837.50 |
| 03/18/25 | Confer with A. Saccullo (SA) regarding creditor inquiries (.4); emails to M. McLoughlin (KDW) regarding same (.1). | ERW | 0.50 | 640.00 |
| 03/19/25 | Communications with various landlords and creditors regarding upcoming bar date and administrative bar date and outstanding lease | CC | 3.00 | 2355.00 |

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| 03/20/25 | amounts (.5); continue drafting committee presentation (1.6); review J. Churchill (KDW) additions and provide comments to same (.6); email regarding same (.3). Review C. Choe (KDW) comments to committee investigation presentation appendix (.1); meeting with C. Choe (KDW) to discuss updates to same (.4); further research on state law claims for committee investigation presentation (2.6). | JC | 3.10 | 2278.50 |
| 03/20/25 | Conference with J. Churchill (KDW) regarding committee presentation and status of same (.4); continue revisions to presentation including claims and law sections (2.2); conduct related research (.6); review J. Churchill (KDW) slides and revise same (.5); further revise and finalize presentation (.6); review additional documents including SEC filings and company documents (.8); emails with M. McLoughlin (KDW) regarding same (.2). | CC | 5.30 | 4160.50 |
| 03/20/25 | Preliminary review of plan and investigation presentation (.3); emails with C. Choe and J. Churchill (both KDW) regarding same (.2). | MJM | 0.50 | 522.50 |
| 03/20/25 | Confer with S. Balasiano (BA) regarding case status, next steps. | ERW | 0.30 | 384.00 |
| 03/21/25 | Draft update on bar date, 503(b)(9) process, stub rent, insurance, recently filed motions | MJM | 3.70 | 3866.50 |

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| 03/21/25 | (1.3); revise committee presentation regarding plan process, trust structure (2.4). Review (.2) and revise (.2) draft UCC update from M. McLoughlin (KDW); correspondence with M. McLoughlin (KDW) on same (.2). | JRA | 0.60 | 690.00 |
| 03/21/25 | Initial review of committee presentation (.2); email from M. McLoughlin (KDW) regarding same (.1); review and comment on committee update (.1); instruction to M. McLoughlin (KDW) regarding same (.1). | ERW | 0.50 | 640.00 |
| 03/24/25 | Revise committee update to incorporate E. Wilson (KDW) comments (.2); further revise committee presentation with additional case law (1.2), tax updates (1.1), and recommendations (.5). | MJM | 3.00 | 3135.00 |
| 03/24/25 | Review and comment on committee update (.1); instruction to M. McLoughlin (KDW) regarding same (.1). | ERW | 0.20 | 256.00 |
| 03/25/25 | Initial review of claims presentation (.5); emails to M. McLoughlin (KDW) regarding same (.1). | ERW | 0.60 | 768.00 |
| 03/25/25 | Communications with landlords and prepare update on case status, lease sale process and other immediate tasks. | CC | 0.30 | 235.50 |
| 03/26/25 | Review rejection notices for committee member impact (.2); emails with J. Adams (KDW) regarding same (.1). | MJM | 0.30 | 313.50 |

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Client 030608
Matter 0011
April 14, 2025
Page 10

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/26/25 | Provide general case update to landlord Realty Income. | JC | 0.30 | 220.50 |
| 03/26/25 | Review updated draft of UCC presentation on plan terms, implications and creditor direct claim issues. | JRA | 0.60 | 690.00 |
| 03/27/25 | Call with E. Wilson (KDW) regarding committee call (.3); draft committee update (.3); call with J. Adams and E. Wilson (both KDW) regarding committee presentation, committee call, and preparation for same (1.0). | MJM | 1.60 | 1672.00 |
| 03/27/25 | Continue review of presentation on plan for UCC in preparation for internal call (.2); call with E. Wilson and M. McLoughlin (both KDW) on same, revisions and call preparation (1.0); review UCC update email (.1). | JRA | 1.30 | 1495.00 |
| 03/27/25 | Review and comment on committee update (.2); instruction to M. McLoughlin (KDW) regarding same (.1); confer with S. Balasiano (BA) regarding status and committee call (.4); call with M. McLoughlin (KDW) regarding same and update (.3); review revised committee presentation preparatory to committee call (.5); conference call with J. Adams and M. McLoughlin (both KDW) regarding same (1.0). | ERW | 2.50 | 3200.00 |
| 03/28/25 | Emails (.2) and call with (.3) J. Kaplan and A. Axenrod (both CRG) regarding 503(b)(9) | MJM | 2.70 | 2821.50 |

KELLEY DRYE & WARREN LLP

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JOANN Committee
Client 030608
Matter 0011
April 14, 2025
Page 11

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| | claims, return to vendor issues; review vendor materials (.2); call with J. Vanmere (landlord counsel) regarding case status, lease rejections (.2); call with J. Adams, E. Wilson (both KDW) to discuss committee call and committee presentation (.5); emails with Province team regarding committee call (.2); further revise committee presentation for internal review (1.1). | | | |
| 03/28/25 | Review E. Wilson (KDW) comments to presentation for next UCC call (.4); prepare additional comments to same on plan structure and implications (.5); follow up call with E. Wilson and M. McLoughlin (both KDW) on same (.5). | JRA | 1.40 | 1610.00 |
| 03/28/25 | Review and comment on revised presentation (.6); cross-reference revised plan (.2); emails with M. McLoughlin (KDW) and H. Congelton (PA) regarding Thursday's call (.2); emails with J. Adams and M. McLoughlin (both KDW) regarding claims (.2); conference call with M. McLoughlin and J. Adams (both KDW) regarding same (.5). | ERW | 1.70 | 2176.00 |
| 03/31/25 | Review E. Wilson (KDW) markup of committee presentation (.3); call with E. Wilson (KDW) regarding same (.5). | MJM | 0.80 | 836.00 |
| 03/31/25 | Conference with E. Wilson (KDW) regarding | JRA | 0.30 | 345.00 |

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JOANN Committee
Client 030608
Matter 0011
April 14, 2025
Page 12

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|---|-------------|--------------|---------------|
| 03/31/25 | preparing for this week's UCC call. Confer with J. Adams (KDW) regarding Thursday's call (.3); review and revise claims presentation (.8); review supporting case law (.8); conference call with (.5) and emails to (.2) M. McLoughlin (KDW) regarding same. | ERW | 2.60 | 3328.00 |
| Total Services for this Matter: | | | | 92,495.50 |
| Total this Invoice | | | | \$92,495.50 |

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JOANN Committee
Client 030608
Matter 0011
April 14, 2025
Page 13

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| AB | Barajas, Andres | 1.80 | 890.00 | \$1,602.00 |
| CC | Choe, Connie | 20.10 | 785.00 | 15,778.50 |
| ERW | Wilson, Eric | 18.20 | 1,280.00 | 23,296.00 |
| JC | Churchill, John | 9.10 | 735.00 | 6,688.50 |
| JRA | Adams, Jason | 11.10 | 1,150.00 | 12,765.00 |
| MJM | McLoughlin, Maeghan J | 30.40 | 1,045.00 | 31,768.00 |
| RLL | LeHane, Robert L | 0.50 | 1,195.00 | 597.50 |

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JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928027

030608 JOANN Committee
0012 Business Operations

Account Summary And Remittance Form

| | |
|----------------------------------|----------|
| Legal Services: | \$961.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$961.50**

Terms: Payment Due on or Before May 14, 2025

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PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

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JOANN Committee
Attn: Eric Wilson
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New York, NY 10007

April 14, 2025
Invoice No. 2928027

Client 030608
Matter 0012 Business Operations

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|--|-------------|--------------|---------------|
| 03/04/25 | Review Waste Management request for additional adequate assurance (.1); correspondence with M. McLoughlin and C. Choe (both KDW) on debtor follow up on same (.1). | JRA | 0.20 | \$230.00 |
| 03/04/25 | Review Waste Management request for adequate assurance (.2); compare to requirements under utilities motion (.2). | MJM | 0.40 | 418.00 |
| 03/21/25 | Brief review of MORs. | MJM | 0.30 | 313.50 |
| Total Services for this Matter: | | | | 961.50 |
| Total this Invoice | | | | \$961.50 |

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Client 030608
Matter 0012
April 14, 2025
Page 2

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| JRA | Adams, Jason | 0.20 | 1,150.00 | \$230.00 |
| MJM | McLoughlin, Maeghan J | 0.70 | 1,045.00 | 731.50 |

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New York, NY 10007

April 14, 2025
Invoice No. 2928028

030608 JOANN Committee
0013 Court Hearings

Account Summary And Remittance Form

| | |
|----------------------------------|------------|
| Legal Services: | \$2,911.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$2,911.50**

Terms: Payment Due on or Before May 14, 2025

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ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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April 14, 2025
Invoice No. 2928028

Client 030608

Matter 0013 Court Hearings

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Draft and revise outline for presentation to the court during second-day hearing. | NSG | 1.50 | \$1380.00 |
| 03/03/25 | Review docket for objections to pending motions (.1); emails with L. Blumenthal (KE) regarding March 6 hearing and status of orders (.2). | MJM | 0.30 | 313.50 |
| 03/04/25 | Review hearing agenda for Thursday (.1); confirm appearance for same if necessary (.1). | JRA | 0.20 | 230.00 |
| 03/04/25 | Review agenda for Thursday's hearing (.1); email from M. McLoughlin (KDW) regarding same (.1). | ERW | 0.20 | 256.00 |
| 03/04/25 | Review hearing agenda for March 6 (.1); emails with Pachulski regarding registration (.1); emails with M. McLoughlin (KDW) regarding open issues (.1). | CC | 0.30 | 235.50 |
| 03/04/25 | Review agenda for March 6 hearing (.2); coordinate KDW registrations (.1); emails with J. O'Neill (PSZ) related to hearing (.1). | MJM | 0.40 | 418.00 |
| 03/05/25 | Review cancellation notice for upcoming hearing. | CC | 0.10 | 78.50 |

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Client 030608
Matter 0013
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---------------------------------|-------------|--------------|---------------|
| | Total Services for this Matter: | | | 2,911.50 |
| | Total this Invoice | | | \$2,911.50 |

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Client 030608
Matter 0013
April 14, 2025
Page 3

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| CC | Choe, Connie | 0.40 | 785.00 | \$314.00 |
| ERW | Wilson, Eric | 0.20 | 1,280.00 | 256.00 |
| JRA | Adams, Jason | 0.20 | 1,150.00 | 230.00 |
| MJM | McLoughlin, Maeghan J | 0.70 | 1,045.00 | 731.50 |
| NSG | Greenberg, Nathan S | 1.50 | 920.00 | 1,380.00 |

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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928029

030608 JOANN Committee
0015 Lender Investigation

Account Summary And Remittance Form

| | |
|----------------------------------|-------------|
| Legal Services: | \$10,151.00 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$10,151.00**

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BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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April 14, 2025
Invoice No. 2928029

Client 030608

Matter 0015 Lender Investigation

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| 03/03/25 | Continue drafting investigation presentation (1.7); review lien investigation and impacted excluded assets (.9); emails with A. Barajas (KDW) regarding same (.3); review A. Barajas (KDW) sections of presentation (.2); address comments from A. Barajas (KDW) to presentation (.4); review of intercompany and security agreements (.4); finalize revisions and email to M. McLoughlin (KDW) regarding same (.2). | CC | 4.10 | \$3218.50 |
| 03/03/25 | Review lien investigation concerning leases and confirm findings with M. McLoughlin (KDW). | WC | 0.20 | 202.00 |
| 03/03/25 | Revise lien presentation (1.4); compare to schedules (.4); emails with W. Clarke (KDW) regarding leasehold interests (.2); brief review of credit agreements, security agreements, and intercreditor agreements (.6). | MJM | 2.60 | 2717.00 |
| 03/03/25 | Review emails and summary notes regarding plan and investigation presentation (.4) and | AB | 1.30 | 1157.00 |

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Client 030608
Matter 0015
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|--|-------------|--------------|---------------|
| | continue editing draft presentation to incorporate M. McLoughlin's (KDW) comments (.7); review and provide comment to C. Choe (KDW) regarding slides (.2). | | | |
| 03/03/25 | Review leases in document productions to determine whether interests in fixtures are perfected. | JS | 1.20 | 792.00 |
| 03/04/25 | Review revised lien investigation presentation (.2); coordinate on additional revisions (.3). | CC | 0.50 | 392.50 |
| 03/04/25 | Finalize lien presentation. | MJM | 1.60 | 1672.00 |
| Total Services for this Matter: | | | | 10,151.00 |
| Total this Invoice | | | | \$10,151.00 |

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JOANN Committee
Client 030608
Matter 0015
April 14, 2025
Page 3

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| AB | Barajas, Andres | 1.30 | 890.00 | \$1,157.00 |
| CC | Choe, Connie | 4.60 | 785.00 | 3,611.00 |
| JS | Sarmiento, Jamie | 1.20 | 660.00 | 792.00 |
| MJM | McLoughlin, Maeghan J | 4.20 | 1,045.00 | 4,389.00 |
| WC | Clarke, Wendy | 0.20 | 1,010.00 | 202.00 |

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JOANN Committee
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New York, NY 10007

April 14, 2025
Invoice No. 2928030

030608 JOANN Committee
0016 Debtor Communications

Account Summary And Remittance Form

| | |
|----------------------------------|------------|
| Legal Services: | \$6,450.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$6,450.50**

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BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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Attn: Eric Wilson

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3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928030

Client 030608

Matter 0016 Debtor Communications

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/03/25 | Emails with L. Blumenthal (Kirkland) regarding resolution of two filed stay relief motions. | JC | 0.10 | \$73.50 |
| 03/04/25 | Call with J. Michalik (KE) regarding overall case status and next steps (.3); update M. McLoughlin (KDW) on same (.2). | JRA | 0.50 | 575.00 |
| 03/04/25 | Draft list of open case items before debtor call (.2); conference with J. Adams (KDW) related to his call with J. Michalik (KE) (.2). | MJM | 0.40 | 418.00 |
| 03/05/25 | Review update from M. McLoughlin (KDW) regarding her discussion with L. Blumenthal (KE) on status of a number of open issues and workstreams. | JRA | 0.10 | 115.00 |
| 03/05/25 | Call with L. Blumenthal (KE) (.3) regarding lease matters, plan process, insurance; summarize same for internal KDW team (.2). | MJM | 0.50 | 522.50 |
| 03/06/25 | Emails with L. Blumenthal (K&E) regarding landlord outreach and status of lease outstanding amounts. | CC | 0.20 | 157.00 |
| 03/07/25 | Emails with L. Blumenthal and O. Acuna (both | CC | 0.50 | 392.50 |

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April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/11/25 | K&E) regarding lease-related issues, sale process and scheduling status calls (.3); review emails regarding Discover settlement (.2). Call with K&E and Cole Schotz teams regarding case updates and status of tasks related to plan, settlement terms and lift stays (.3); follow-up with M. McLoughlin (KDW) on follow-up items (.2); email J. Adams and M. McLoughlin (both KDW) regarding action items (.2). | CC | 0.70 | 549.50 |
| 03/11/25 | Draft agenda for weekly debtor call (.2); participate in call (.3); follow up call with C. Choe (KDW) (.2); follow up with J. Adams (KDW) regarding 503b9 process (.2); review settlement terms related to same (.2). | MJM | 1.10 | 1149.50 |
| 03/11/25 | Update from M. McLoughlin and C. Choe (both KDW) regarding their weekly call with Kirkland on status, stub rent, 503(b)(9) process, and lease designation issues (.3); follow up correspondence with Kirkland on access to information on key man insurance tax analysis (.1). | JRA | 0.40 | 460.00 |
| 03/13/25 | Emails with debtors' counsel regarding 503(b)(9) procedures and next steps. | CC | 0.20 | 157.00 |
| 03/25/25 | Review docket and draft agenda for debtor/UCC call (.3); prepare for call (.2); participate in call with Kirkland and Cole | MJM | 1.10 | 1149.50 |

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Matter 0016
April 14, 2025
Page 3

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|---|-------------|--------------|---------------|
| 03/28/25 | Schotz teams (.6). Draft (.5) and revise (.2) email to Kirkland outlining plan changes and other relevant matters. | MJM | 0.70 | 731.50 |
| Total Services for this Matter: | | | | 6,450.50 |
| Total this Invoice | | | | \$6,450.50 |

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Page 4

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| CC | Choe, Connie | 1.60 | 785.00 | \$1,256.00 |
| JC | Churchill, John | 0.10 | 735.00 | 73.50 |
| JRA | Adams, Jason | 1.00 | 1,150.00 | 1,150.00 |
| MJM | McLoughlin, Maeghan J | 3.80 | 1,045.00 | 3,971.00 |

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ATTN: TREASURER'S DEPARTMENT
3 WORLD TRADE CENTER
175 GREENWICH STREET
NEW YORK, NEW YORK 10007
(212) 808-7800

PAYMENT BY WIRE:

KELLEY DRYE & WARREN LLP
P.O. BOX 24652
NEW YORK, NY 10087-4652

KELLEY DRYE & WARREN LLP

FEDERAL ID NO. 13-5335107

WASHINGTON
LOS ANGELES
CHICAGO
HOUSTON

NEW YORK
STAMFORD
PARSIPPANY

AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928031

030608 JOANN Committee
0017 Investigation

Account Summary And Remittance Form

| | |
|----------------------------------|------------|
| Legal Services: | \$3,555.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$3,555.50**

Terms: Payment Due on or Before May 14, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

**PLEASE INDICATE CLIENT, MATTER AND INVOICE NUMBER
AS PAYMENT REFERENCE**

PAYMENT BY CHECK:

KELLEY DRYE & WARREN LLP

P.O. BOX 24652

NEW YORK, NY 10087-4652

KELLEY DRYE & WARREN LLP

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MUMBAI, INDIA

JOANN Committee

Attn: Eric Wilson

c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928031

Client 030608

Matter 0017 Investigation

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|---------------------------------|--|-------------|--------------|---------------|
| 03/03/25 | Emails with R. Morrison (KDW) regarding insurance policy review and D&O policy details. | ERW | 0.20 | \$256.00 |
| 03/06/25 | Review additional insurance policies, tail (.2); emails with M. McLoughlin and R. Morrison (both KDW) regarding same (.2). | ERW | 0.40 | 512.00 |
| 03/11/25 | Emails to R. Morrison (KDW) regarding policy limits. | ERW | 0.20 | 256.00 |
| 03/17/25 | Prepare summary of discovery efforts for committee presentation. | RG | 1.10 | 1149.50 |
| 03/21/25 | Emails with M. McLoughlin and P. Laudiero (both KDW) regarding discovery scope for UCC presentation. | ERW | 0.10 | 128.00 |
| 03/25/25 | Review investigation data, board minute summaries, deposition summaries to prepare committee investigation presentation. | MJM | 1.20 | 1254.00 |
| Total Services for this Matter: | | | | 3,555.50 |
| Total this Invoice | | | | \$3,555.50 |

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JOANN Committee
Client 030608
Matter 0017
April 14, 2025
Page 2

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| ERW | Wilson, Eric | 0.90 | 1,280.00 | \$1,152.00 |
| MJM | McLoughlin, Maeghan J | 1.20 | 1,045.00 | 1,254.00 |
| RG | Gage, Rich | 1.10 | 1,045.00 | 1,149.50 |

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AFFILIATE OFFICE:
MUMBAI, INDIA

JOANN Committee
Attn: Eric Wilson
c/o Eric Wilson
3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928032

030608 JOANN Committee
0020 Committee Professional Communications

Account Summary And Remittance Form

| | |
|----------------------------------|-------------|
| Legal Services: | \$15,223.50 |
| Disbursements and Other Charges: | \$0.00 |

Total Amount Due: **\$15,223.50**

Terms: Payment Due on or Before May 14, 2025

Please Return This Page With Your Payment

PAYMENT BY WIRE OR ACH IS PREFERRED:

BANK: JP MORGAN CHASE, N.A.

ABA #: 021-000-021

SWIFT CODE: CHASUS33

ACCOUNT NAME: KELLEY DRYE & WARREN LLP

ACCOUNT #:135-046110

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JOANN Committee

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c/o Eric Wilson

3 World Trade Center, 175 Greenwich Street
New York, NY 10007

April 14, 2025
Invoice No. 2928032

Client 030608

Matter 0020 Committee Professional Communications

Attorney: 05395

Page 1

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| 03/03/25 | Review task list preparatory to internal team call (.2); call with J. Adams and M. McLoughlin (both KDW) regarding next steps (1.0); outline issues for upcoming call (.3). | ERW | 1.50 | \$1920.00 |
| 03/03/25 | Call with J. Adams and E. Wilson (both KDW) to discuss committee call, task lists, next steps. | MJM | 1.00 | 1045.00 |
| 03/03/25 | Review task list in preparation for call on immediate action items (.2); call with E. Wilson and M. McLoughlin (both KDW) on same (1.0). | JRA | 1.20 | 1380.00 |
| 03/04/25 | Prepare for (.1) and participate in call with J. Adams, E. Wilson, R. Morrison, A. Barajas, and C. Choe (all KDW) to discuss post-closing next steps, plan process, research projects (.8). | MJM | 0.90 | 940.50 |
| 03/04/25 | Conference call with E. Wilson, J. Adams, R. Morrison, M. McLoughlin, and A. Barajas (all KDW) regarding case status, action items and next steps. | CC | 0.80 | 628.00 |
| 03/04/25 | Conference with E. Wilson, M. McLoughlin, C. Choe and (partial) A. Barajas and R. | JRA | 0.80 | 920.00 |

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Client 030608
Matter 0020
April 14, 2025
Page 2

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|---|-------------|--------------|---------------|
| | Morrison (all KDW) regarding immediate action items, preparation for UCC committee call and overall next steps. | | | |
| 03/04/25 | Call with KDW team (partial) to discuss workflow and next steps, including litigation related issues. | RLM | 0.40 | 384.00 |
| 03/04/25 | Attend part of call with KDW team regarding case strategy, Committee markup of debtors' plan, and other task list action items. | AB | 0.50 | 445.00 |
| 03/04/25 | Confer with KDW internal team preparatory to Thursday's call (.8); review updated task list preparatory to call (.2). | ERW | 1.00 | 1280.00 |
| 03/05/25 | Communications with M. McLoughlin (KDW) regarding various workstreams, action items and next steps. | CC | 0.20 | 157.00 |
| 03/06/25 | Review task list (.2); call with C. Choe and J. Churchill (both KDW) related to research assignment, status of current assignments (.5). | MJM | 0.70 | 731.50 |
| 03/06/25 | Meeting with M. McLoughlin and C. Choe (both KDW) to discuss open tasks and potential research. | JC | 0.50 | 367.50 |
| 03/06/25 | Conference with M. McLoughlin and J. Churchill (both KDW) regarding various workstreams and action items (.5); further emails with M. McLoughlin (KDW) regarding action items (.2). | CC | 0.70 | 549.50 |
| 03/09/25 | Correspondence with E. Wilson and M. | JRA | 0.20 | 230.00 |

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Client 030608
Matter 0020
April 14, 2025
Page 3

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| | McLoughlin (both KDW) regarding immediate actions items for next week and team call to discuss same. | | | |
| 03/09/25 | Correspondence with J. Adams and E. Wilson (both KDW) regarding team call and pending assignments (.2); outline next steps (.3). | MJM | 0.50 | 522.50 |
| 03/11/25 | Prepare for (.2) and participate in call with J. Adams, R. Gage, A. Barajas, and C. Choe (all KDW) to discuss open tasks, committee presentations, plan analysis (.7). | MJM | 0.90 | 940.50 |
| 03/11/25 | Participate in conference with M. McLoughlin, R. Gage, A. Barajas and C. Choe (all KDW) regarding plan revision process, trust structuring, debtor follow up on various issues and overall next steps. | JRA | 0.70 | 805.00 |
| 03/11/25 | Conference with J. Adams et al. (KDW) regarding various workstreams, immediate tasks, plan and lease updates. | CC | 0.70 | 549.50 |
| 03/11/25 | Call with J. Adams, M. McLoughlin, R. Gage and C. Choe (all KDW) regarding Plan comments, Committee presentation, and landlord creditor issues. | AB | 0.70 | 623.00 |
| 03/11/25 | Telephone conference with J. Adams, M. McLoughlin, and C. Choe (all KDW) regarding case status and next steps, including committee presentation. | RG | 0.70 | 731.50 |
| 03/12/25 | Follow-up discussion with C. Choe (KDW) on | JC | 0.10 | 73.50 |

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April 14, 2025
Page 4

| <u>Date</u> | <u>Description</u> | <u>Tkpr</u> | <u>Hours</u> | <u>Amount</u> |
|-------------|--|-------------|--------------|---------------|
| | research into direct claims and post-confirmation trusts. | | | |
| | Total Services for this Matter: | | | 15,223.50 |
| | Total this Invoice | | | \$15,223.50 |

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April 14, 2025
Page 5

| <u>Tkpr</u> | <u>Timekeeper</u> | <u>Hours</u> | <u>Rate</u> | <u>Amount</u> |
|-------------|-----------------------|--------------|-------------|---------------|
| AB | Barajas, Andres | 1.20 | 890.00 | \$1,068.00 |
| CC | Choe, Connie | 2.40 | 785.00 | 1,884.00 |
| ERW | Wilson, Eric | 2.50 | 1,280.00 | 3,200.00 |
| JC | Churchill, John | 0.60 | 735.00 | 441.00 |
| JRA | Adams, Jason | 2.90 | 1,150.00 | 3,335.00 |
| MJM | McLoughlin, Maeghan J | 4.00 | 1,045.00 | 4,180.00 |
| RG | Gage, Rich | 0.70 | 1,045.00 | 731.50 |
| RLM | Morrison Jr., Randall | 0.40 | 960.00 | 384.00 |

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